MERGER NOTICE NO 41: 2025

THE PROPOSED ACQUISITION BY SIDARA THROUGH SIDARA LIMITED OF 100% OF THE ISSUED SHAREHOLDING OF JOHN WOOD GROUP PLC (THE "PROPOSED TRANSACTION").

Pursuant to section 49(1) of the Competition Act 2018, the Competition and Consumer Authority ("the Authority") has received a merger notification for the acquisition by Sidara through Sidara Limited ("Sidara Bidco" or "Acquiring Enterprise"), of 100% of the issued shareholding of John Wood Group PLC ("Wood" or the "Target Enterprise") by way of a firm cash offer under Rule 2.7 of the UK City Code on Takeovers and Mergers ("Rule 2.7 Offer") (the "Proposed Transaction").

The Acquiring Enterprise is wholly owned by Dar Al-Handasah Consultants Shair and Partners Holdings Ltd ("Dar Al-Handasah"), a consultancy providing design, planning, engineering, suitability consulting, digital solutions and services, and project management for buildings, cities, transportation, civil infrastructure, water and the environment. Dar Al-Handasah is the founding member of the global design, engineering and consulting group known as Sidara. Sidara Bidco is operationally headquartered in London and registered in accordance with the laws of England and Wales. Sidara has no presence within the Botswana market.

The Directors of Sidara are Talal Shair, Bashar Rihani, Danny Aoun, Neil Bruce, Phil Harrison, Sari Gedeon and Beshara Wakim.

The Directors of Sidara Bidco are Bashar Rihani, Hussein Teymour Salaam and Talal Shair.

The Target Enterprise is a consulting and engineering company incorporated in accordance with the Laws of Scotland, United Kingdom, and it is listed on the premium segment of the Main Market of the London Stock Exchange (although its shares have been suspended from listing and trading since 1 May 2025 due to delays in publishing its 2024 annual accounts). As such, no single shareholder or group of shareholders has control or decisive influence over Wood. The Target Enterprise is primarily operating across two (2) end sectors: (i) energy, which includes oil and gas, power, renewables, hydrogen and carbon capture; and (ii) materials, which include refining and chemicals, and minerals processing. Thus, Wood serves a broad range of industrial sectors including oil and gas, chemicals, environment and infrastructure, power and process, clean energy and mining. In Botswana, Wood does not control any subsidiaries (either directly or indirectly), but it is only present in terms of its Projects segment in the Metals and Minerals ("M&M") sector in relation to some activities in engineering, procurement and construction management ("EPCM").

The Directors of Wood are Roy A Franklin OBE, Ken Gilmartin, Iain Torrens, Nigel Mills, Adrian Marsh, Brenda Reichelderfer, Birgitte Brinch Madsen, and Paul O'Donnell.

According to section 50(3) of the Competition Act 2018, "any person, including a third party not a party to the proposed merger, may voluntarily submit to the investigator or the Authority any document, affidavit, statement or other relevant information in respect of a proposed merger."

The Authority therefore seeks any stakeholder views for or against the proposed merger, which may be sent within 10 days from the date of this publication to the following address:

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